

**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims:**

1. (currently amended) A system for developing media content and offering the media content to a plurality of consumers, the system comprising:

a content management system having a processor operable to combine media assets and metadata based on selected groupings of the consumers to create a media content offering for each selected groupgrouping of the consumers, said content management system being operable to select the media content offering for distribution to the selected groupings of the consumers based on at least one of a geographical location, a bit rate service, a service provider, and a contractual term and to aggregate the selected media content offering into a rollout available for exhibition to the consumers;

a content database for storing the media content offering delivered from said content management system;

a subscriber management system for creating a plurality of subscriber accounts, said subscriber management system including at least one processor and at least one medium for storing subscriber account information, said processor being operable to maintain the subscriber accounts and includes a procedure for billing the subscriber accounts, said subscriber management system being operable to group individual consumers into the selected groupings for receiving selected media content offering specific for at least one of the selected groupings;

a rack operable to receive the media content offering from said content management system, said rack including a file repository for storing media content associated with the media content offering; and

a server adapted to distribute media content stored in said file repository.

2. (currently amended) The system of claim 1, wherein said processor of said subscriber management system is operable to manage consumer-related information, further comprising a database for storing the consumer-related information.
3. (original) The system of claim 2, wherein the consumer-related information includes billing information.
4. (original) The system of claim 2, wherein the consumer-related information includes demographical information.
5. (currently amended) The system of claim 1, wherein said processor of said subscriber management system is operable to collect information associated with the use of media content selected from the media content offering by each consumer.
6. (original) The system of claim 5, wherein the content use information includes consumer media content preferences.
7. (original) The system of claim 5, wherein the content use information includes an amount of time each consumer uses the selected media content.
8. (original) The system of claim 1, wherein the media content offering is programmed to expire after a fixed interval of time.
9. (currently amended) The system of claim 1, wherein said content database is adapted to store a plurality of media content offerings to form a composite media content offering.
10. (currently amended) The system of claim 9, wherein said content database is refreshed to change the composition of the composite media content offering.
11. (original) The system of claim 1, wherein said server is a web server, further comprising a video file repository for storing video associated with the media content offering and a video server.
12. (original) The system of claim 1, further comprising a licensing server operable to grant a license to each consumer requesting use of selected media content

requiring the license upon a determination that the consumer is permitted to use selected media content.

13. (original) The system of claim 12, wherein the license includes a decryption key program adapted to decrypt media content that is encrypted.
14. (original) The system of claim 12, wherein said processor is operable to check an accounts database and determine whether the consumer is permitted to use the selected media content.
15. (original) The system of claim 1, further comprising an ad manager for targeting advertisements to the consumers.
16. (original) The system of claim 1, wherein the groupings of consumers are arranged based on consumer-related information associated with each consumer of each group.
17. (original) The system of claim 16, wherein the consumer-related information includes demographics of members of each selected group of consumers.
18. (original) The system of claim 16, wherein the consumer-related information includes geographic locations of members of each selected group of consumers.
19. (currently amended) The system of claim 18, wherein said content database is located locally to each selected group of consumers.
20. (original) The system of claim 18, wherein said file repository and said server are located locally to each selected group of consumers.
21. (original) The system of claim 16, wherein the consumer-related information includes content usage by members of each selected group of consumers.
22. (original) The system of claim 21, wherein the content usage includes viewing habits by members of each selected group of consumers.

Claims 23-40 cancelled.

41. (currently amended) A system for developing media content and offering the media content to a plurality of consumers, the system comprising:  
a content management system having a processor operable to combine media assets and metadata based on at least one business rule associated with

one or more of the media assets to create a media content offering accessible by a selected ~~group~~ grouping of the consumers, the business rule prescribing how one or more of the media assets may be used, said content management system being operable to select the media content offering for distribution to the selected groupings of the consumers and to aggregate the selected media content offering into a rollout available for exhibition to the consumers;

a content database for storing the media content offering delivered from said content management system;

a subscriber management system for creating a plurality of subscriber accounts, said subscriber management system including at least one processor and at least one medium for storing subscriber account information, said processor being operable to maintain the subscriber accounts and includes a procedure for billing the subscriber accounts, said subscriber management system being operable to group individual consumers into the selected groupings for receiving selected media content offering specific for at least one of the selected groupings;

a rack operable to receive the media content offering from said content management system, said rack including a file repository for storing media content associated with the media content offering; and

a server adapted to distribute media content stored in said file repository.

42. (original) The system of claim 41, wherein the at least one business rule includes a geographic location of members of each selected group.
43. (original) The system of claim 41, wherein the at least one business rule specifies a provider to be used to deliver the media content offering to the selected group of consumers.
44. (original) The system of claim 41, wherein the at least one business rule includes a price for association with at least one of the media assets in the media content offering.

45. (original) The system of claim 41, wherein the at least one business rule includes a time frame during which one or more of the media assets are available for access by the selected group of consumers.
46. (currently amended) The system of claim 41, wherein said content database is adapted to store a plurality of media content offerings to form a composite media content offering.
47. (currently amended) The system of claim 46, wherein said content database is refreshed to change the composition of the composite media content offering.
48. (original) The system of claim 41, wherein said server is a web server, further comprising a video file repository for storing video associated with the media content offering and a video server.
49. (original) The system of claim 41, further comprising a licensing server operable to grant a license to each consumer requesting use of selected media content requiring the license upon a determination that the consumer is permitted to use selected media content.

Claims 50-59 cancelled.